1215126



SEC 1972 (6/02) Potential persons who are to respond to the collection of inform required to respond unless the form displays a currently valid OMB

03004905

# **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

**UNITED STATES** SECURITIES AND EXCHANGE COMMISSION RECEIVED Washington, D.C. 20549

OMB APPROVAL OMB Number 3235-0076 Expires: May 31, 2005 Estimated average burden

hours per response: 1

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY										
Prefix		Serial								
DA'	TE RECEIV	/ED								

Name of Offering (check if this is an amendm	nent and name has ch	anged, and indicate o	change).		
Filing Under (Check box(es) that apply):	[ ✓ ] Rule 504	[ ] Rule 505	[ ] Rule 506	[ ] Section 4(6)	[ ] ULOE
A. BASIC IDENTIFICATION DATA  1. Enter the information requested about the issuer.  Name of issuer (check if this is an amendment and name has been changed, and indicate change).  Radient Technologies Inc.  THON FINAN  Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (including Area Code)  3650 Wesbrook Mall, Vancouver, British Columbia, Canada, V6S 2L2; Telephone: (604) 224 – 4331  Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (including Area Code) (if different from Executive Offices)  Same as above  Brief Description of Business					
	A. BASIC II	DENTIFICATION	DATA	C	
1. Enter the information requested about the	issuer.		and the second s	<u> </u>	TIOCE OF THE STATE
Name of issuer (check if this is an amendmen	it and name has been	changed, and indicat	e change).	1)	JAN E . COV.
Radient Technologies Inc.					THOMSON FINANCIAL
Address of Executive Offices (Number and	Street, City, State, Z	ip Code) Teleph	one Number (includ	ling Area Code)	
3650 Wesbrook Mall, Vancouver, British C	Columbia, Canada, V	/6S 2L2; Telephone	: (604) 224 – 4331		
	Number and Street, C	ity, State, Zip Code)	Telephone Numb	er (including Area C	ode)
Same as above	·				
Brief Description of Business					
The issuer is a private company founded to	commercialize a pa	tented platform mic	rowave-based natu	ıral product extracti	on technology.
Type of Business Organization					
[ ✓ ] corporation [ ] business trust		tnership, already for tnership, to be forme		[ ] other (please	specify)
Actual or Estimated Date of Incorporation or	Organization:	Month Year [ 06 ] [ 2001		[ ] Estimated	
Jurisdiction of Incorporation or Organization:		S. [postal Service abl	previation for State:		

### GENERAL INSTRUCTIONS

### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those States that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each State where sales are to be, or have been made. If a State requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate States in accordance with State law. The Appendix in the notice constitutes a part of this notice and must be completed.

### A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;

	eneficial Owner [ ] Executive Officer [ ] Director [ ] General and/or Managing Partner
Full Name (Last name first, if individual)	
B.C. Research Inc.	
Business or Residence Address (Number and Street,	City, State, Zip Code)
3650 Wesbrook Mall, Vancouver, British Columbi	a, Canada, V6S 2L2
Check Box(es) that Apply: [ ] Promoter [ ] Be	neficial Owner [ ] Executive Officer [ ] Director [ ] General and/or Managing Partner
	ividiaging 1 attici
Full Name (Last name first, if individual)	ividiaging I attict
Full Name (Last name first, if individual)  Cook, George A.E.	··

Box(es) th	nat Apply:	[ ] Pro	moter [	] Benefic	ial Owner	[ ✓ ] E	xecutive C	)fficer [	] Directo				
ame (Last	name first	, if individu	ual)								<del></del>	<u>.</u>	
s, Kevin													
ess or Resi	dence Add	ress (Num	ber and S	treet, City,	State, Zip	Code)				<del></del>	<u> </u>		
305, 2490	West 2 <sup>nd</sup> A	Avenue, Va	ncouver	, British C	olumbia,	Canada,	V6K 1J6						
Box(es) th	nat Apply:	[ ] Pro	noter [	] Benefic	ial Owner	[ ✓ ] E:	cecutive O	fficer [	] Directo				
ame (Last	name first,	if individu	ıal)	•									
, David													
ess or Resid	dence Add	ress (Numl	per and Si	reet, City,	State, Zip	Code)					• • • • • • • • • • • • • • • • • • • •		
West 16 <sup>th</sup> A	Avenue, V	ancouver,	British C	Columbia,	Canada, V	V6R 3C5							
	(Use b	olank sheet	, or copy	and use a	dditional	copies of	this sheet,	as necess	sary.) - 5	SEE PAC	GE 3A		
			•					<u>.</u>			<del></del>		
				B. INF	ORMATI	ON ABO	UT OFFE	RING					
the issuer	sold, or do	oes the issu	er intend	to sell, to	non-accre	dited inves	stors in thi	s offering	?			Yes	No
			Ansv	ver also in	Appendix	, Column	2, if filing	under UL	OE.			i j	[ ✓ ]
nat is the m	ninimum in	vestment t	hat will b	e accepted	from any	individual	?					\$ <u>16</u> 6	0,184
es the offe	ring permi	t joint own	ership of	a single ur	iit?							Yes	No
												[ ]	[ ✓ ]
son to be l	isted is an	associated	person o	r agent of a	broker or	dealer re	gistered wi	ith the SE	C and/or	with a	<b>.</b>		
									ssociated	persons			
	name first	if individu	al)		· · · · · · · · · · · · · · · · · · ·	······································	· · · · · ·			<u> </u>			
ame (Last i	iumo mot,												
`						~							
`		ress (Numb	er and St	reet, City,	State, Zip	Code)					-		
`	lence Addr		er and St	reet, City,	State, Zip	Code)	. ,						
ss or Resid	lence Addi	or Dealer						·					
ss or Resid of Associat	dence Addi ed Broker Person List	or Dealer	cited or I							r 1 All	States	-	
ss or Resident of Association Which F	dence Addi ed Broker Person List	or Dealer ed has Soli k individua	cited or I	ntends to S	Solicit Pur	chasers		(FL)	[GA]		States	-	
ss or Resid of Associat	dence Addi ed Broker Person List	or Dealer	cited or I				[DC]	[FL]	[GA]	[ ] All [HI] [MS]	States [ID] [MO]	-	
ss or Resident of Association Which For "All State"	dence Addi red Broker Person List rs" or check	or Dealer ed has Soli k individua [AR]	cited or I I States) [CA]	ntends to S	Solicit Puro	chasers [DE]				(HI)	[ID]	-	
	lame (Last s, Kevin ess or Residues) the ame (Last , David ess or Residues) the ame (Last state) the issuer that is the material is the material than the information of the information	Jame (Last name first, s, Kevin  ess or Residence Add  305, 2490 West 2 <sup>nd</sup> A  Box(es) that Apply:  ame (Last name first, , David  ess or Residence Add  West 16 <sup>th</sup> Avenue, V  (Use be a significant of the companion of the compa	fame (Last name first, if individuals, Kevin  ess or Residence Address (Numbers of Residence Address (Numbers of Residence Address)  Box(es) that Apply: [] Produce of Residence Address (Numbers of Residence Address (	fame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and S  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver,  Box(es) that Apply: [] Promoter [  ame (Last name first, if individual)  , David  ess or Residence Address (Number and Se  West 16 <sup>th</sup> Avenue, Vancouver, British C  (Use blank sheet, or copy  s the issuer sold, or does the issuer intend  Answ  nat is the minimum investment that will b  tes the offering permit joint ownership of  ter the information requested for each per  asson to be listed is an associated person our States, list the name of the broker or dea	Iame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and Street, City, 305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British C  Box(es) that Apply: [] Promoter [] Benefic  ame (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, West 16 <sup>th</sup> Avenue, Vancouver, British Columbia,  (Use blank sheet, or copy and use a  B. INFo  s the issuer sold, or does the issuer intend to sell, to  Answer also in  nat is the minimum investment that will be accepted  ess the offering permit joint ownership of a single un  ter the information requested for each person who h  ssion or similar remuneration for solicitation of purerson to be listed is an associated person or agent of a  restates, list the name of the broker or dealer. If mo	iame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and Street, City, State, Zip  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia,  Box(es) that Apply: [] Promoter [] Beneficial Owner  ame (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, State, Zip  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V  (Use blank sheet, or copy and use additional  B. INFORMATI  s the issuer sold, or does the issuer intend to sell, to non-accree  Answer also in Appendix  nat is the minimum investment that will be accepted from any  wes the offering permit joint ownership of a single unit?  ter the information requested for each person who has been or  ssion or similar remuneration for solicitation of purchasers in  rson to be listed is an associated person or agent of a broker or  states, list the name of the broker or dealer. If more than five	Iame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada,  Box(es) that Apply: [] Promoter [] Beneficial Owner [✓] Exame (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, State, Zip Code)  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of  B. INFORMATION ABO  s the issuer sold, or does the issuer intend to sell, to non-accredited invest  Answer also in Appendix, Column  nat is the minimum investment that will be accepted from any individual  ties the offering permit joint ownership of a single unit?  ter the information requested for each person who has been or will be passion or similar remuneration for solicitation of purchasers in connection soon to be listed is an associated person or agent of a broker or dealer regardstates, list the name of the broker or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer. If more than five (5) person to be listed is an associated person or dealer.	So, Kevin  ess or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada, V6K 1J6  Box(es) that Apply: [] Promoter [] Beneficial Owner [✓] Executive Of arme (Last name first, if individual)  4. David  2. David  2. David  2. David  2. David  2. Residence Address (Number and Street, City, State, Zip Code)  3. West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of this sheet, and the issuer sold, or does the issuer intend to sell, to non-accredited investors in thi Answer also in Appendix, Column 2, if filing that is the minimum investment that will be accepted from any individual?  2. David  3. David  3. David  4. David  4. David  5. David  6. David  6. David  6. David  6. David  7. State, Zip Code)  8. David  8. David  8. David  8. David  9. David	So, Kevin  less or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada, V6K 1J6  Box(es) that Apply: [] Promoter [] Beneficial Owner [✓] Executive Officer [  ame (Last name first, if individual)  , David  less or Residence Address (Number and Street, City, State, Zip Code)  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of this sheet, as necess  B. INFORMATION ABOUT OFFERING  In the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering and in Appendix, Column 2, if filing under UL that is the minimum investment that will be accepted from any individual?  The information requested for each person who has been or will be paid or given, directly ssion or similar remuneration for solicitation of purchasers in connection with sales of secures on to be listed is an associated person or agent of a broker or dealer registered with the SE	iame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada, V6K 1J6  Box(es) that Apply: [] Promoter [] Beneficial Owner [] Executive Officer [] Directed arme (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, State, Zip Code)  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of this sheet, as necessary.) - S  B. INFORMATION ABOUT OFFERING  s the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filing under ULOE.  and is the minimum investment that will be accepted from any individual?  ter the information requested for each person who has been or will be paid or given, directly or indirection or similar remuneration for solicitation of purchasers in connection with sales of securities in the soon to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or is States, list the name of the broker or dealer. If more than five (5) persons to be listed are associated	fame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada, V6K 1J6  Box(es) that Apply: [] Promoter [] Beneficial Owner [] Executive Officer [] Director [] G  mame (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, State, Zip Code)  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of this sheet, as necessary.) - SEE PAC  B. INFORMATION ABOUT OFFERING  sthe issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filling under ULOE.  hat is the minimum investment that will be accepted from any individual?  ter the information requested for each person who has been or will be paid or given, directly or indirectly, any ssion to similar remuneration for solicitation of purchasers in connection with sales of securities in the offering son to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a r States, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons	Managing P fame (Last name first, if individual)  s, Kevin  ess or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada, V6K 1J6  Box(es) that Apply: [] Promoter [] Beneficial Owner [] Executive Officer [] Director [] General and Managing P ame (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, State, Zip Code)  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of this sheet, as necessary.) - SEE PAGE 3A  B. INFORMATION ABOUT OFFERING  s the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filling under ULOE.  nat is the minimum investment that will be accepted from any individual?  ter the information requested for each person who has been or will be paid or given, directly or indirectly, any ssion to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a r States, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons	Managing Partner  fame (Last name first, if individual)  5, Kevin  ess or Residence Address (Number and Street, City, State, Zip Code)  305, 2490 West 2 <sup>nd</sup> Avenue, Vancouver, British Columbia, Canada, V6K 1J6  Box(es) that Apply: [] Promoter [] Beneficial Owner [] Executive Officer [] Director [] General and/or Managing Partner  ame (Last name first, if individual)  , David  ess or Residence Address (Number and Street, City, State, Zip Code)  West 16 <sup>th</sup> Avenue, Vancouver, British Columbia, Canada, V6R 3C5  (Use blank sheet, or copy and use additional copies of this sheet, as necessary.) - SEE PAGE 3A  B. INFORMATION ABOUT OFFERING  sthe issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  Answer also in Appendix, Column 2, if filing under ULOE.  at is the minimum investment that will be accepted from any individual?  yes  []  Yes  []  Yes  []  Yes  []  Therefore a single unit?  Yes  []  Therefore a single unit unit unit unit unit unit unit unit

Check Box(es) that Apply: [ ] Promoter [ ] Beneficial Owner [ ] Executive Officer	[ ✓ ] Director [	] General and/or Managing Partner
Full Name (Last name first, if individual)		
Hill, James		
Business or Residence Address (Number and Street, City, State, Zip Code)		
1230 Seymour Blvd., North Vancouver, British Columbia, Canada, V7J 2J8		
Check Box(es) that Apply: [ ] Promoter [ ] Beneficial Owner [ ✓ ] Executive Officer	[ ✓ ] Director	[ ] General and/or Managing Partner
Full Name (Last name first, if individual)		
Splinter, Steven		
Business or Residence Address (Number and Street, City, State, Zip Code)		
372 Cairns Valley Ct., Oakville, Ontario, Canada, L5J 6L3		

Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker or Dealer States in Which Person Listed has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) [ ] All States [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NH] [HO] [OR] [PA] [NV] [NJ] [NM] [NY] [NC] [ND] [OK] [RI] [SC] [SD] [WV] [WI] [WY] [PR] [TN] [TX] [UT] [VT] [VA] [WA] Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker or Dealer States in Which Person Listed has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) [ ] All States [ID] [AL] [AK] [AR] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [AZ][CA] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NJ][NM] [NY] [ND] [OH] [OK] [OR] [PA] [NC] [RI] [SC] [SD] [TN] [WV] [WI] [WY] [PR] [TX] [UT] [VT] [VA] [WA] Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker or Dealer States in Which Person Listed has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) [ ] All States [AL] [AK] [AZ][AR] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [CA] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [OR] [HM] [NJ][NM] [NY] [NC] [ND] [OH] [OK] [PA] [RI] [SC] [WY] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

already exchanged.	Aggregate	Amount Already
	Offering Price	Sold
Type of Security	\$	\$
Debt	\$	\$
Equity	\$	\$
Convertible Securities (including warrants)	S160,184	\$160,184
Partnership interests	\$	\$
Other (Specify)	\$	\$
Total:Answer also in Appendix, Column	\$	\$ 160,184
Answer also in Appendix, Column	5, II Ming under OLOE.	
2. Enter the number of accredited and non-accredited investors who have this offering and the aggregate dollar amounts of their purchases. For offerindicate the number of persons who have purchased securities and the agg	erings under Rule 504,	
their purchases on the total lines. Enter "0" if answer is "none" or "zero".		
		Aggregate
	Number Investors	Dollar Amount of Purchases
Accredited investors	Number Investors	\$ 160,184
	n	
Non-accredited investors	0	\$ <u>0</u>
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information of the control of the contro	4, if filing under ULOE.	\$ 160,184
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the	4, if filing under ULOE.  ation requested for all twelve (12) months prior ted in Part C - Question 1.	S 160,184  Dollar Amount
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis	t, if filing under ULOE.  ation requested for all twelve (12) months prior	\$ <u>160,184</u>
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering	4, if filing under ULOE.  ation requested for all twelve (12) months prior ted in Part C - Question 1.	S 160,184  Dollar Amount Sold
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering  Rule 505	4, if filing under ULOE.  ation requested for all twelve (12) months prior ted in Part C - Question 1.	S 160,184  Dollar Amount Sold  S 0
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering  Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.	Dollar Amount Sold  S 0 S 0
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering  Rule 505	4, if filing under ULOE.  ation requested for all twelve (12) months prior ted in Part C - Question 1.	Dollar Amount Sold  \$ 0 \$ 0 \$ 196,226
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering  Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.	Dollar Amount Sold  S 0 S 0
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type list  Type of Offering  Rule 505	ation requested for all etwelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer.	Dollar Amount Sold  \$ 0 \$ 0 \$ 196,226
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering  Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer. nount of an expenditure is e.	Dollar Amount Sold  \$0 \$196,226 \$196,226
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer.  nount of an expenditure is e.	Dollar Amount Sold  \$0 \$196,226 \$196,226 \$196,226
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer.  nount of an expenditure is e.	Dollar Amount Sold  \$0 \$196,226 \$196,226  \$196,226
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering Rule 505.  Regulation A.  Rule 504.  Total.  4. a. Furnish a statement of all expenses in connection with the issuance securities in this offering. Exclude amounts relating solely to organization. The information may be given as subject to future contingencies. If the annot known, furnish an estimate and check the box to the left of the estimate.  Transfer Agent's Fees.  Printing and Engraving Costs	ation requested for all twelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer.  nount of an expenditure is e.	Dollar Amount Sold  \$0 \$196,226 \$196,226 \$196,226 \$1\$0  \$1\$0  \$1\$0  \$1\$0  \$0  \$1\$0  \$0  \$
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer.  nount of an expenditure is e.	Dollar Amount Sold  \$0 \$0 \$196,226 \$196,226  ] \$0 [ \$0 [ \$0 ] \$0 [ \$0 ] \$0 ] \$0 [ \$0 ] \$0
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering Rule 505	ation requested for all exterior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer. nount of an expenditure is e.	Dollar Amount Sold  \$0 \$0 \$196,226 \$196,226  \$1\$0 [\$0 [\$0] [\$0 [\$0] [\$0 [\$0] [\$0 [\$
Total (for filings under Rule 504 only)  Answer also in Appendix, Column 4  3. If this filing is for an offering under Rule 504 or 505, enter the information securities sold by the issuer, to date, in offerings of the types indicated, the tothe first sale of securities in this offering. Classify securities by type lis  Type of Offering Rule 505	ation requested for all twelve (12) months prior ted in Part C - Question 1.  Type of Security  Convertible Loan  and distribution of the expenses of the issuer.  nount of an expenditure is e.	Dollar Amount Sold  \$0 \$0 \$196,226 \$196,226  \$196,226  \$196,226

issuer".

Estimated at \$ 158,684

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross

proceeds	s to th	e issuer	set for	th ir	n response	to	Part	C - (	Questi	on 4	l.b a	bove.
----------	---------	----------	---------	-------	------------	----	------	-------	--------	------	-------	-------

	Payments to	
	Officers,	
	Directors, &	Payments to
	Affiliates	Others
Salaries and fees	[ ]\$	_ [ ]\$
Purchase of real estate	[ ]\$	[ ]\$
Purchase, rental or leasing and installation of machinery and equipment	[ ]\$	[ ]\$
Construction or leasing of plan buildings and facilities	[ ]\$	[ ]\$
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the		
assets or securities of another issuer pursuant to a merger)	[ ]\$	_ [ ]\$
Repayment of indebtedness	[ ]\$	_ [ ]\$
Working capital	[ ]\$	[ <b>/</b> ]\$ <u>158,684</u>
Other (specify) - Acquisition of mineral claims	[ ]\$	[ ]\$
Column Totals	[ ]\$	[ ]\$
Total Payments Listed (column totals added)	[ <b>/</b> ]\$_	158,684

### D. FEDERAL SIGNATURE

The Issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b/(2) of Rule 502.

Issuer (Print or Type)	Signature	Date
Radient Technologies Inc.	Land Josh	January 17, 2003
Name of Signer (Print or Type)	Title (Print or Type)	
David Goold	Corporate Secretary	

## ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

### E. STATE SIGNATURE

Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?

Yes No [][/]

See Appendix, Column 5, for State response.

- 2. The undersigned issuer hereby undertakes to furnish to any State administrator of any State in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by State law.
- 3. The undersigned issuer hereby undertakes to furnish to the State administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the State in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

	/ \ \	/ //
Issuer (Print or Type)	Signature	Date
Radient Technologies Inc.	Lact to	January 17, 2003
Name of Signer (Print or Type)	Title (Print or Type)	
David Goold	Corporate Secretary	

Instruction:

Print the name and title of the signing representative under his signature for the State portion of the form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

# **APPENDIX**

l	Inten	2 d to sell	3		Disqua	5 alification			
		non- edited		İ				under S	tate ULOE s, attach
		stors in	Type of security		explai	nation of			
	S	tate	and aggregate offering price offered in State	į.	waive	r granted)			
	Part B	<ul><li>Item 1)</li></ul>	(Part C-Item 1)		(Part	rchased in State C-Item 2)		(Part I	E-Item 1)
				Number of		Number of			
State	Yes	No		Accredited	Amount	Non-Accredited	Amount	Yes	No
-				Investors		Investors	<u> </u>		<b></b>
AL	Ì	1	Convertible loan in the principal sum of	1	\$160,184	0	0		/
AK		<b> </b>	CDN\$250,000. (approx. US\$160,184)		<b></b>	ļ	<u> </u>	<b></b>	<del> </del>
AZ								<del> </del>	
AR								<del> </del> -	
CA	-			<del></del>	<u> </u>		<del> </del>		
CO	<b></b>			<del></del>	<del></del>				
CT								<b></b> -	
DE								<del> </del>	
DC									-
FL									
GA									
HI									
ID									
IL									
ĪN									
IA									
KS									<b></b>
KY				<u> </u>					
LA									
ME									ļ
MD MA									<del></del>
MI -						<u> </u>			<b></b>
MN				<u> </u>					
MS									
MO									
MT									
NE									
NV			The second secon						
NH									
NJ									
NM									
NY									
NC									
ND									
ОН									
OK									
OR	<b>  </b>								<del></del>
PA									
RI SC									
SD									
1 30							1		

TN								
TX			 					
UT			 				I	
VT								
VA					L			
WA								
WV								
WI								
WY								
PR								

. .